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*Counsel for Citibank N.A., as Administrative Agent  
for the Utility Revolving Credit Facility*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

*\* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM).*

Case No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**ADMINISTRATIVE AGENT'S  
STATEMENT OF ISSUES, DESIGNATION  
OF RECORD AND CERTIFICATION  
REGARDING TRANSCRIPTS FOR  
APPEAL OF ORDERS REGARDING  
POSTPETITION INTEREST**

1           1.       Appellant, Citibank, N.A., as administrative agent (in such capacity, the  
2       “**Administrative Agent**”) under that certain Second Amended and Restated Credit Agreement  
3       dated as of April 27, 2015 (as amended, supplemented or otherwise modified) among Pacific Gas  
4       and Electric Company and several lenders from time to time party thereto, hereby submits this  
5       statement of issues and designation of items to be included in the record in connection with its  
6       appeal from (a) the Interlocutory Order Regarding Postpetition Interest, entered on February 6,  
7       2020 [ECF No. 5669], and (b) the Memorandum Decision Regarding Postpetition Interest, entered  
8       on December 30, 2019 [ECF No. 5226] (together, the “**PPI Orders**”), by the United States  
9       Bankruptcy Court for the Northern District of California (the “**Bankruptcy Court**”).

11           2.       Certain other parties in the above captioned debtors’ chapter 11 cases have  
12       requested leave to appeal the PPI Orders as interlocutory orders while alternatively asserting an  
13       appeal of the PPI Orders as of right. The Administrative Agent does not take a position on the  
14       merits of such arguments. However, as set forth in the Administrative Agent’s cross-motion for  
15       leave to appeal [ECF No. 6120], the Administrative Agent was a party to the Bankruptcy Court  
16       litigation giving rise to the PPI Orders and, as such, seeks to participate in any appeal of the PPI  
17       Orders that the United States District Court for the Northern District of California (the “**District**  
18       **Court**”) permits to go forward at this time. Although, the District Court has not yet ruled on the  
19       appealability of the PPI Orders, out of an abundance of caution, the Administrative Agent submits  
20       this statement, designation, and certification under Federal Rule of Bankruptcy Procedure 8009(a).

### 23                               **STATEMENT OF ISSUE ON APPEAL**

24           3.       The issue on appeal is whether the Bankruptcy Court erred in holding that,  
25       in a chapter 11 bankruptcy case of a solvent debtor, the debtor may pay unsecured creditors  
26       postpetition interest on their claims at the federal judgment rate (a) while purporting to treat  
27

1 such creditors as unimpaired under the plan of reorganization or (b) where such creditors,  
2 if impaired, have not, as a class, accepted the plan of reorganization.

3  
4 **DESIGNATION OF RECORD ON APPEAL**

5 4. The Administrative Agent incorporates by reference those items designated for  
6 inclusion in the record on appeal by (a) appellant the Ad Hoc Committee of Holders of Trade  
7 Claims, on March 5, 2020 [ECF No. 6126], (b) Appellee the Debtors, on March 19, 2020 [ECF  
8 No. 6370], (c) appellant the Ad Hoc Committee of Senior Unsecured Noteholders of Pacific Gas  
9 and Electric Company, on March 19, 2020 [ECF No. 6381] and (d) appellant BOKF, NA, on  
10 March 19, 2020 [ECF No. 6382]. The Administrative Agent reserves the right to designate  
11 additional items for inclusion in the record and/or restate issues presented on appeal,  
12

13 **CERTIFICATION REGARDING TRANSCRIPTS**

14 5. The Administrative Agent certifies pursuant to Federal Rule of Bankruptcy  
15 Procedure 8009(b) that it is not ordering any transcripts. All transcripts have been prepared, are  
16 filed on the docket, and have been designated in the record.  
17

18 DATED: March 19, 2020  
19

20 **DAVIS POLK & WARDWELL LLP**

21 /s/ Timothy Graulich

22 TIMOTHY GRAULICH

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27 *Agent for the Utility Revolving Credit*  
28 *Facility*